

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE CITIGROUP AUCTION RATE
SECURITIES LITIGATION

1:08-CV-03095-LTS

AND RELATED CASES

THIS DOCUMENT RELATES TO:

09-MD-2043-LTS

Ocwen Financial Corp., 09-CV-8501-LTS

STIPULATION AND [PROPOSED] ORDER

WHEREAS Defendant's last day to move, answer or otherwise respond to the Complaint is currently February 3, 2010.

WHEREAS the Court has previously granted three requests for an extension of Defendant's time to move, answer, or otherwise respond to the Complaint.

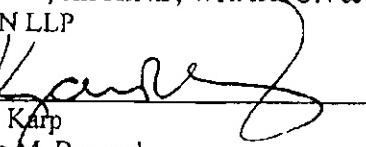
WHEREAS the parties herein have made substantial progress in attempting to reach a resolution to their dispute outside of court and hope to reach a resolution soon.

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for each of the parties, that Defendant's last day to move, answer or otherwise respond to the Complaint shall be extended for 30 days. Accordingly, the Defendant's response shall be due on or before March 5, 2010.

Dated: February 3, 2010
New York, New York

Respectfully submitted,

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP

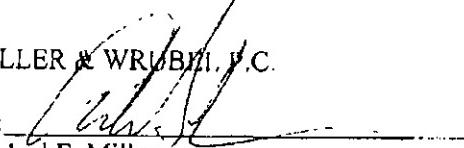
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SO ORDERED:


U.S.D.J.